



Entered on Docket  
December 14, 2006

Hon. Linda B. Riegle  
United States Bankruptcy Judge

STUTMAN, TREISTER & GLATT, P.C.  
FRANK A. MEROLA  
(CA State Bar No. 136934)  
EVE H. KARASIK  
(CA State Bar No. 155356)  
ANDREW M. PARLEN  
(CA State Bar No. 230429), Members of  
1901 Avenue of the Stars, 12<sup>th</sup> Floor  
Los Angeles, California 90067  
Telephone: (310) 228-5600  
Facsimile: (310) 228-5788  
Email: [fmerola@stutman.com](mailto:fmerola@stutman.com)  
[ekarasik@stutman.com](mailto:ekarasik@stutman.com)  
[aparen@stutman.com](mailto:aparen@stutman.com)

SHEA & CARLYON, LTD.  
JAMES PATRICK SHEA  
(Nevada State Bar No. 000405)  
CANDACE C. CARLYON  
(Nevada State Bar No. 002666)  
SHLOMO S. SHERMAN  
(Nevada State Bar No. 009688)  
228 South Fourth Street, First Floor  
Las Vegas, Nevada 89101  
Telephone: (702) 471-7432  
Facsimile: (702) 471-7435  
Email: [jshea@sheacarlyon.com](mailto:jshea@sheacarlyon.com)  
[ccarlyon@sheacarlyon.com](mailto:ccarlyon@sheacarlyon.com)  
[ssherman@sheacarlyon.com](mailto:ssherman@sheacarlyon.com)

Counsel for the Official Committee Of  
Equity Security Holders Of USA Capital First Trust Deed Fund, LLC

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

|                                  |   |                   |
|----------------------------------|---|-------------------|
| In re:                           | ) | BK-S-06-10725-LBR |
| USA COMMERCIAL MORTGAGE COMPANY, | ) | Chapter 11        |
| Debtor.                          | ) |                   |

|                                   |   |                   |
|-----------------------------------|---|-------------------|
| In re:                            | ) | BK-S-06-10726-LBR |
| USA CAPITAL REALTY ADVISORS, LLC, | ) | Chapter 11        |
| Debtor.                           | ) |                   |

|   |   |                   |
|---|---|-------------------|
| In re:  | ) | BK-S-06-10727-LBR |
| USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, | ) | Chapter 11        |
| Debtor.                                       | ) |                   |

|   |   |                   |
|---|---|-------------------|
| In re:                                  | ) | BK-S-06-10728-LBR |
| USA CAPITAL FIRST TRUST DEED FUND, LLC, | ) | Chapter 11        |
| Debtor.                                 | ) |                   |

|                      |   |                   |
|----------------------|---|-------------------|
| In re:               | ) | BK-S-06-10729-LBR |
| USA SECURITIES, LLC, | ) | Chapter 11        |
| Debtor.              | ) |                   |

|  |   |
|--|---|
| Affects  | ) |
| <input type="checkbox"/> All Debtors                               | ) |
| <input checked="" type="checkbox"/> USA Commercial Mortgage Co.    | ) |
| <input type="checkbox"/> USA Securities, LLC                       | ) |
| <input type="checkbox"/> USA Capital Realty Advisors, LLC          | ) |
| <input type="checkbox"/> USA Capital Diversified Trust Deed        | ) |
| <input checked="" type="checkbox"/> USA First Trust Deed Fund, LLC | ) |

**EX PARTE ORDER APPROVING STIPULATION SUBMITTED UNDER SEAL  
MEMORIALIZING AGREEMENT BETWEEN USA COMMERCIAL MORTGAGE  
COMPANY AND USA CAPITAL FIRST TRUST DEED FUND, LLC ON OVERBID  
ALLOCATION (AFFECTS DEBTORS USA COMMERCIAL MORTGAGE COMPANY  
AND USA CAPITAL FIRST TRUST DEED FUND, LLC)**

Having reviewed the "Stipulation Submitted Under Seal Memorializing Agreement  
Between USA Commercial Mortgage Company And USA Capital First Trust Deed Fund, LLC  
On Overbid Allocation" (the "Stipulation"), and for good cause appearing;

**IT IS HEREBY ORDERED** that the Stipulation is APPROVED.

PREPARED AND SUBMITTED BY:

APPROVED:

STUTMAN, TREISTER & GLATT, P.C.

LEWIS AND ROCA LLP

\_\_\_\_\_  
Frank A. Merola, Esq.  
Eve H. Karasik, Esq.  
Andrew M. Parlen, Esq.  
1901 Avenue of the Stars, 12th Floor  
Los Angeles, CA 90067

and

SHEA & CARLYON, LTD.  
Candace C. Carlyon, Esq.  
Shlomo S. Sherman, Esq.  
228 South Fourth Street, First Floor  
Las Vegas, NV 89101

Counsel for the Official Committee of Equity  
Security Holders of USA Capital First Trust  
Deed Fund, LLC

\_\_\_\_\_  
/s/ RC (#006593)

SUSAN M. FREEMAN  
ROB CHARLES  
3993 Howard Hughes Parkway, Suite 600  
Las Vegas, NV 89169-0961  
Facsimile (702) 949-8321  
Telephone (702) 949-8320  
Attorneys For Official Committee Of  
Unsecured Creditors Of USA Commercial  
Mortgage Company

###